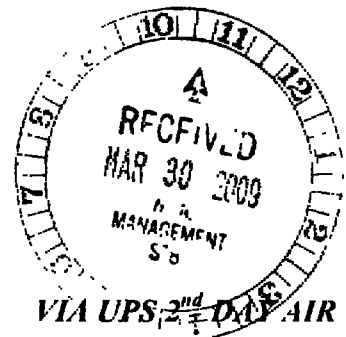


RECORDATION NO. 26214-A FILED

MAR 30 '09

2-31 PM

SURFACE TRANSPORTATION BOARD



March 27, 2009

FIRST UNION RAIL

One O'Hare Centre
6250 River Road, Suite 5000
Rosemont, IL 60018

Tel 847.318.7575
Fax 847.318.7588
www.firstunionrail.com

Ms. Anne K. Quinlan
Surface Transportation Board
395 E Street S.W., Suite 100
Washington, DC 20024
Attn: Recordation of Railroad Equipment

Re: Memorandum of Lease Agreement

Dear Ms. Quinlan:

Enclosed for recordation pursuant to the provisions of 49 U.S.C. Section 11301(a) are two (2) originals and one (1) copy of a Memorandum of Lease Agreement, dated March 10, 2009, a secondary document as defined in the Board's Rules for the Recordation of Documents. The enclosed document relates to the Lease Agreement which was duly filed with the Surface Transportation Board under Recordation Number 26214.

The names and addresses of the parties to the enclosed document are:

Lessor: First Union Rail Corporation
One O'Hare Centre
6250 River Road, Suite 5000
Rosemont, IL 60018

Lessee: Hilex Poly Co. LLC
101 E. Carolina Ave.
Hartsville, SC 29550

A description of the railroad equipment covered by the enclosed document is nine (9) 5250 cu. ft. capacity, covered hopper cars, with NDYX marks (see Exhibit A for car numbers).

A short summary of the document to appear in the index follows: Memorandum of Lease

Also enclosed is a check in the amount of \$41.00 payable to the order of the Surface Transportation Board covering the required recordation fee. Kindly return one (1) stamped original of the enclosed document to the undersigned along with the additional copies.

If you have any questions regarding the above-referenced matter, please contact me at (847) 384-5397. Thank you for your cooperation in this matter.

Sincerely,

Marcia Dunne
Sr. Documentation Specialist

Enclosures

(HUP0002)

ASSGN. NO.: HIPO002

MAR 3 2009

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MEMORANDUM OF LEASE

SURFACE TRANSPORTATION BOARD

THIS MEMORANDUM OF LEASE (the "Memorandum") is made and entered into as of this the 10th day of March, 2009, by and between First Union Rail Corporation ("Lessor"), a North Carolina corporation, and Hilex Poly Co. LLC ("Lessee"), a Delaware corporation.

WITNESSETH:

The undersigned Lessor and Lessee have entered into that certain Lease Agreement (the "Lease"), dated as of February 1, 2009, whereby Lessor has agreed to lease to Lessee certain railcars pursuant to Rider No. 2 to the Lease (the "Rider"), as described in more particular on Exhibit A attached hereto, effective as of February 18, 2009, and subject to the terms, conditions and provisions of the above-mentioned Lease and Rider.

IN WITNESS WHEREOF, the parties hereto have each caused this Memorandum to be duly executed under seal by their respective officers duly authorized as of the date and year first above written.

LESSOR:

FIRST UNION RAIL CORPORATION

ATTEST:

By: Richard F. SeymourName: RICHARD F. SEYMOUR
VICE PRESIDENT SALES & MARKETINGBy: Susan Grokulska

Title: _____

Name: SUSAN GROKULSKY
ASSISTANT DIRECTOR
Title: OF DOCUMENTATIONExecuted on this 10th day of March, 2009.

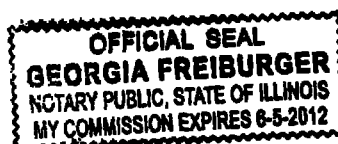
[CORPORATE SEAL]

STATE OF ILLINOISCOUNTY OF COOK

I, GEORGIA FREIBURGER, a Notary Public of the County and State aforesaid, certify that RICHARD F. SEYMOUR personally appeared before me this day and acknowledged his/her due execution of the foregoing Memorandum of Lease.

WITNESS my hand and official stamp or seal, this 10th day of March, 2009.

My Commission Expires:

6-2012
(Notary Public)Georgia Freiburger
Notary Public

LESSEE:

HILEX POLY CO. LLC

ATTEST:

By: [Signature]

Name: David Pilling

Title: Sourcing manager

By: [Signature]

Name: DEREK GANDY

Title: VP, Supply Mgmt

Executed on this 3rd day of March, 2009.

[CORPORATE SEAL]

STATE OF South Carolina

COUNTY OF Marlinton

I, BJ Frotten, a Notary Public of the County and State aforesaid, certify that Derek Gandy personally appeared before me this day and acknowledged his/her due execution of the foregoing Memorandum of Lease.

WITNESS my hand and official stamp or seal, this 3 day of March, 2009.

Commission Expires:

March 19, 2017
(Notary Public)

[Signature]
Notary Public

My Commission Expires
March 19, 2017

EXHIBIT A
to
MEMORANDUM OF LEASE

NUMBER OF CARS: Nine (9)

DESCRIPTION OF CARS: 100-ton, 5250 cu. ft. capacity covered hopper cars with 20" round hatches and pneumatic outlets, and 268 GRL.

CAR NUMBERS:

NDYX	879154
NDYX	879160
NDYX	879162
NDYX	879170
NDYX	879172
NDYX	879189
NDYX	879195
NDYX	879198
NDYX	879199
Count:	9